Exhibit E1

McGUIREWOODS

Dion W. Hayes 804.775.1144

One James Center 901 East Cary Street Richmond, VA 23219-4030

June 11, 2009

REMITTANCE COPY PLEASE RETURN WITH PAYMENT DIRECT ACCOUNTING INQUIRIES TO (804) 775-1601 or (800) 775-2202

INVOICE NO. *****

Circuit City Stores, Inc. 9954 Mayland Drive Richmond, VA 23233

TAX ID NO. 54-0505857

JOINT GROUP #2055557

Balance Forward from Prior Invoices:

\$297,007.66

(IF BALANCE FORWARD PREVIOUSLY PAID, PLEASE DISREGARD)

Current Invoice:

Current Fees:

\$228,283.50

Current Disbursements:

\$6,295.33

Current Invoice Total:

\$234,578.83

Total Balance Due:

<u>\$531,586.49</u>

PLEASE REMIT PAYMENT TO THE FOLLOWING ADDRESS:

McGuireWoods LLP Attn: Accounts Receivable 901 E. Cary Street Richmond, VA 23219-4030

PAYMENT IN FULL IS DUE UPON PRESENTATION

IcGUIREWOODS

Dion W. Hayes 804.775.1144

One James Center 901 East Cary Street Richmond, VA 23219-4030

June 11, 2009

Circuit City Stores, Inc. 9954 Mayland Drive Richmond, VA 23233

Bill Through: 05/31/09

INVOICE NO.

TAX ID NO. 54-0505857

FOR PROFESSIONAL SERVICES RENDERED AND EXPENSES INCURRED:

Re: General Case Administration

Our File No. 2055557-0010
Circuit City Contact Daniel W. Ramsey
McGuireWoods Contact Douglas M. Foley

05/01/09 Multiple telephone conferences and e-mails with parties in interest and creditors regarding bankruptcy cases and related issues and review and analyze documents, pleadings and other material regarding same (2.4); review, analyze, revise and file multiple affidavits of service and related pleadings and e-mails with KCC and debtors' professionals regarding same (.9) Daniel F. Blanks 3.30 hours at 375.00 per hour.

\$1,237.50

05/01/09 Review requests on powerbrief portal and prepare responses

Linda J. Neilson .90 hours at 185.00 per hour. \$166.50

05/04/09 Review, analyze, and file affidavits of service (.8); multiple telephone conferences and e-mails with parties in interest and creditors regarding bankruptcy case and related issues (2.4); e-mails with debtors' professionals regarding status of matters and adjourned matters for May 13, 2009 omnibus hearing (.8) Daniel F. Blanks 4.00 hours at 375.00 per hour.

\$1,500.00

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05/04/09	Monitor calls from hot line and revise log for hot line calls (.6); return hot line calls (.2) Frances C. Smith .80 hours at 215.00 per hour.	\$172.00
05/04/09	Review garnishment requests and prepare responses (2.3); correspondence regarding same (.4); revise tracking chart for same (1.1) Linda J. Neilson 3.80 hours at 185.00 per hour.	\$703.00
	Multiple telephone conferences and e-mails with creditors and parties in interest regarding bankruptcy cases and related issues and review and analyze issues and pleadings regarding same Daniel F. Blanks 1.70 hours at 375.00 per hour.	\$637.50
	Prepare response letters to garnishments, subpoenas, etc. and update tracking chart regarding same Linda J. Neilson 3.40 hours at 185.00 per hour.	\$629.00
	Review and analysis of original proofs of claim (.9); research electronic documents to confirm proper submittal of filings (1.1); maintenance of original pleading documents and files (2.1) Karen B. Cain 4.10 hours at 195.00 per hour.	\$799.50
	Multiple telephone conferences and e-mails with creditors and parties in interest regarding bankruptcy cases and related issues and review and analyze pleadings, documents and other material regarding same Daniel F. Blanks 2.10 hours at 375.00 per hour.	\$787.50
	Prepare response letters to garnishments, subpoenas, etc.(2.1); update tracking chart regarding same (1.5) Linda J. Neilson 3.60 hours at 185.00 per hour.	\$666.00
	Research and analysis of original pleading documents and files (3.2); analysis of electronic documents to confirm proofs of claim (.6); work on administrative expense claim chart for professionals (.7) Karen B. Cain 4.50 hours at 195.00 per hour.	\$877.50
	Multiple telephone conferences with creditors and parties in interest regarding bankruptcy cases and related issues and review documents, pleadings and other materials regarding same Daniel F. Blanks 1.50 hours at 375.00 per hour.	\$562.50

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05/07/09	Prepare response letters to garnishments, subpoenas, etc. (1.9); correspondence and teleconferences regarding same (.6); prepare binder and tracking chart for responses to omnibus objections (1.3); prepare documents for 5/13/09 hearing (2.1) Linda J. Neilson 5.90 hours at 185.00 per hour.	\$1,091.50
05/07/09	Research bankruptcy court docket and research filings (.7); work on administrative expense claims (.6) Karen B. Cain 1.30 hours at 195.00 per hour.	\$253.50
05/08/09	Multiple e-mails and telephone conferences with creditors and parties in interest regarding bankruptcy cases and related issues and review docket, pleadings and other matters regarding same	
•	Daniel F. Blanks 1.50 hours at 375.00 per hour.	\$562.50
05/08/09	Prepare documents for 5/13/09 hearing (.6); review and revise tracking chart for responses to omnibus objections (.7); prepare response letters to garnishments, subpoenas, etc. (2.4) Linda J. Neilson 3.70 hours at 185.00 per hour.	\$684.50
05/08/09	Research bankruptcy court docket and filings (1.2); work on case calendar (.7) Karen B. Cain 1.90 hours at 195.00 per hour.	\$370.50
05/11/09	Multiple telephone conferences with creditors and parties in interest regarding bankruptcy cases (1.5); continue review, analyze, revise and file proposed hearing agenda for May 13th omnibus hearing and review docket and e-mails with debtors' professionals regarding hearing and strategies (1.2) Daniel F. Blanks 2.70 hours at 375.00 per hour.	\$1,012.50
05/11/09	Review and revise 5/13/2009 hearing agenda for filing (1.3); correspondence regarding same (.5); review garnishment requests and prepare responses (2.2); review docket and prepare hearing items chart for 5/28/2009 (.9) Linda J. Neilson 4.90 hours at 185.00 per hour.	\$906.50

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05/12/09 Multiple telephone conferences and e-mails with creditors and parties in interest regarding bankruptcy cases and related issues and review and analyze cases, pleadings and other material regarding same Daniel F. Blanks .00 hours at .00 per hour.	\$.00
	1
05/12/09 Prepare omnibus objections responses tracking chart and binder (.6); review garnishment requests and prepare responses (4.1) Linda J. Neilson 4.70 hours at 185.00 per hour.	\$869.50
05/12/09 Analysis of bankruptcy court docket and filings (.3); work on omnibus hearing binders (.4) Karen B. Cain .70 hours at 195.00 per hour.	\$136.50
05/13/09 Meeting with client and debtors professionals to prepare for and attend omni hearings on 5/13 and follow-up e-mails regarding orders approving various transactions (7.8)	***
Douglas M. Foley 7.80 hours at 550.00 per hour.	\$4,290.00
05/13/09 Prepare for and participate in omnibus hearing and review and analyze documents, pleadings and other material regarding same and draft, revise and submit orders regarding same Daniel F. Blanks 5.50 hours at 375.00 per hour.	\$2,062.50
-	
05/13/09 Review garnishment requests and prepare responses Linda J. Neilson 4.20 hours at 185.00 per hour.	\$777.00
05/13/09 Assist with omnibus hearing binder preparations for professionals (1.1); work on sale transcript with exhibits (1.4); prepare multiple court exhibits and documents for submittal (2.7)	¢1 014 00
Karen B. Cain 5.20 hours at 195.00 per hour.	\$1,014.00
05/14/09 Review docket and prepare 5/28/09 hearing items chart (1.4); review garnishment requests and prepare responses (3.2)	
Linda J. Neilson 4.60 hours at 185.00 per hour.	\$851.00

05/15/09	Multiple telephone conferences and e-mails with parties in interest and creditors regarding bankruptcy case and related issues and review and analyze documents, pleadings, notices and other items regarding same (1.1); e-mails with chambers, clerk's office and KCC regarding orders from May 13, 2009 omnibus hearing (1.3) Daniel F. Blanks 2.40 hours at 375.00 per hour.	\$900.00
05/15/09	Review garnishment requests and prepare responses Linda J. Neilson 2.60 hours at 185.00 per hour.	\$481.00
05/15/09	Research entry of court orders from omnibus hearing (.5); conference with court clerk regarding order entry (.4) Karen B. Cain .90 hours at 195.00 per hour.	\$175.50
05/17/09	Return multiple telephone calls regarding bankruptcy case and related issues Daniel F. Blanks 1.10 hours at 375.00 per hour.	\$412.50
05/18/09	Multiple telephone conferences and e-mails with creditors and parties in interest regarding bankruptcy cases and related issues and review and analyze pleadings, documents, orders, notices and other items regarding same Daniel F. Blanks 2.30 hours at 375.00 per hour.	\$862.50
05/18/09	Monitor calls from hot line and revise lot of hot line calls Frances C. Smith .70 hours at 215.00 per hour.	\$150.50
05/18/09	Review adversary and appellate proceedings (.5); revise 5/28/09 hearing items chart and circulate (.7); review garnishment requests and prepare responses (2.9) Linda J. Neilson 4.10 hours at 185.00 per hour.	\$758.50
05/19/09	Multiple telephone conferences and e-mails with claimants and parties in interest regarding bankruptcy case and related issues and review and analyze documents, pleadings and other material regarding same Daniel F. Blanks 2.20 hours at 375.00 per hour.	\$825.00
05/19/09	Prepare response letters to garnishments, subpoenas, etc. (4.1); teleconference with A. Henderson regarding same (.2); retrieve documents from cscglobal regarding same (.4) Linda J. Neilson 4.70 hours at 185.00 per hour.	\$869.50

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05/20/09	Multiple telephone conferences and e-mails with creditors and parties in interest regarding bankruptcy case and related issues and e-mails and telephone conferences with debtors' professionals regarding same Daniel F. Blanks 2.10 hours at 375.00 per hour.	\$787.50
05/20/09	Prepare response letters to garnishments, subpoenas, etc. (4.6); review hearing agenda and prepare documents for hearing (1.3) Linda J. Neilson 5.90 hours at 185.00 per hour.	\$1,091.50
05/20/09	Monitor creditor hot line for telephone calls Karen B. Cain .60 hours at 195.00 per hour.	\$117.00
05/21/09	Begin review of agenda for matters on 5/28 omni hearing Douglas M. Foley .40 hours at 550.00 per hour.	\$220.00
05/21/09	Multiple telephone conferences and e-mails with creditors and parties in interest regarding bankruptcy cases and related issues and review and analyze issues regarding same and review and analyze documents, pleadings, and other material regarding same (1.3); telephone conference and e-mails with debtors' professionals regarding local rules and related issues (.8) Daniel F. Blanks 2.10 hours at 375.00 per hour.	\$787.50
05/21/09	Monitor calls from hot line and revise log of hot line calls Frances C. Smith .60 hours at 215.00 per hour.	\$129.00
05/21/09	Prepare responses to garnishment requests (2.1); retrieve documents from CSC (.6); revise omni objections binder and tracking chart (.8) Linda J. Neilson 3.50 hours at 185.00 per hour.	\$647.50
05/21/09	Monitor creditor hot line (.9); return creditor telephone calls (1.3) Karen B. Cain 2.20 hours at 195.00 per hour.	\$429.00
05/22/09	Begin review and revision of agenda for 5/28 omni hearing date and e-mails and telephone conference with co-counsel and client regarding same (1.4); e-mails with restitution advocate and client regarding direction of payments for restitution claim (.3) Douglas M. Foley 1.70 hours at 550.00 per hour.	\$935.00

	Multiple telephone calls and e-mails with creditors and parties regarding bankruptcy cases and related issues and review and analyze multiple issues regarding same and review and analyze multiple pleadings, documents, notices and orders regarding same (3.5); telephone conference with clerk's office and chambers regarding case management and additional omnibus hearing dates and related issues and e-mails with debtors' professionals regarding same (.7) Daniel F. Blanks 4.20 hours at 375.00 per hour.	\$1,575.00
05/22/09	Prepare documents for 5/28/2009 hearing (2.1); prepare responses to garnishment, subpoenas and complaint requests (3.2) Linda J. Neilson 5.30 hours at 185.00 per hour.	\$980.50
	Review and revised agenda in preparation for 5/28 omni hearing date and e-mails with debtors professionals regarding same and status of various matters Douglas M. Foley 1.70 hours at 550.00 per hour.	\$935.00
	Review, analyze, revise and file multiple affidavits of service for KCC (1.3); multiple telephone conference and e-mails with creditors and parties in interest regarding bankruptcy case and related issues (1.1) Daniel F. Blanks 2.40 hours at 375.00 per hour.	\$900.00
	Review, draft and finalize agenda in preparation for 5/28 omnibus hearing and e-mails with client and debtors professionals regarding status of matters (1.6); review pleadings and forms of order in preparation for hearings on 5/28 (.9) Douglas M. Foley 2.50 hours at 550.00 per hour.	\$1,375.00
	Multiple telephone conferences and e-mails with creditors and parties in interest regarding bankruptcy case and related issues (2.3); multiple telephone conferences and e-mail with parties regarding May 28, 2009 omnibus hearing and issues regarding same (.9); draft, revise and file proposed hearing agenda for May 28, 2009 omnibus hearing (.9) Daniel F. Blanks 4.10 hours at 375.00 per hour.	\$1,537.50

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05/26/09	Review and revise hearing agenda for filing (2.1); prepare documents for hearing for 5/28/09 (1.0); retrieve and organize omnibus objections and update tracking chart (2.0); prepare responses to requests for garnishments, subpoenas, etc. (1.5) Linda J. Neilson 6.60 hours at 185.00 per hour.	\$1,221.00
05/27/09	Continue preparation for hearings on 5/28 and e-mails and telephone calls with client, opposing counsel and debtors professionals regarding same (2.9); review, revise and file amended agenda (.9) Douglas M. Foley 3.80 hours at 550.00 per hour.	\$2,090.00
05/27/09	Prepare for May 28, 2009 omnibus hearing and e-mails with parties regarding same and analyze multiple issues regarding same (1.8); revise and file amended agenda and e-mails with debtors' professionals and KCC regarding same (.5)	40.60 F0
	Daniel F. Blanks 2.30 hours at 375.00 per hour.	\$862.50
05/27/09	Prepare amended hearing agenda for filing Linda J. Neilson .50 hours at 185.00 per hour.	\$92.50
05/28/09	Meeting with client and debtors professionals to prepare for and attend 5/28 omnibus hearings and review and revise orders regarding same Douglas M. Foley 2.70 hours at 550.00 per hour.	\$1,485.00
05/28/09	Monitor calls from hot line and revise log of hot line calls Frances C. Smith 2.70 hours at 215.00 per hour.	\$580.50
05/28/09	Work on omnibus binders and hearing preparation (1.9); work on chart of administrative expense claims (.8); update case calendar (.4) Karen B. Cain 3.10 hours at 195.00 per hour.	\$604.50
05/29/09	Review, analyze, revise and submit orders regarding May 28th omnibus hearing and e-mails and telephone conferences with debtors' professionals and clerk's office regarding same (.8); multiple e-mails and telephone conferences with creditors and parties in interest regarding bankruptcy cases and related issues and review and analyze material regarding same (.9) Daniel F. Blanks 1.70 hours at 375.00 per hour.	\$637.50
	Tailed I. Diamin I. 10 Hours at 515.00 per Hour.	T 0 0 7 1 2 0

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05/29/09 Monitor calls from hot line and revise log of hot line calls Frances C. Smith 5.30 hours at 215.00 per hour. \$1,139.50

05/29/09 Review docket and prepare chart for hearing items for 6/9/09 hearing (2.1); prepare responses to requests for garnishments, subpoenas, etc. (5.4); teleconferences regarding same (.3)

Linda J. Neilson 6.80 hours at 185.00 per hour. \$1,258.00

Timekeeper	Rate/HR	Hours	Fees
Douglas M. Foley	\$550.00	20.6	\$11,330.00
Daniel F. Blanks	\$375.00	49.2	\$18,450.00
Frances C. Smith	\$215.00	10.1	\$2,171.50
Karen B. Cain	\$195.00	24.5	\$4,777.50
Linda J. Neilson	\$185.00	79.7	\$14,744.50
	TOTAL FEES	184.1	\$51,473.50

Re: Restructuring and General Strategy Our File No. 2055557-0020 Circuit City Contact Daniel W. Ramsey McGuireWoods Contact Douglas M. Foley

05/05/09 Numerous e-mails with client and co-counsel regarding issues raised by committee with respect to plan process and strategy going forward with respect to claim objections, including 503(b)(9) claims and 502(d) objections Douglas M. Foley .90 hours at 550.00 per hour.

\$495.00

05/18/09 Several telephone conferences and e-mails with debtors professionals and client regarding review and revisions and analysis of presentation to unsecured creditors committee and strategy regarding same and with respect to moving case forward Douglas M. Foley 2.90 hours at 550.00 per hour. \$1,595.00

05/18/09 Prepare for and participate in telephone conference regarding case strategies Daniel F. Blanks .90 hours at 375.00 per hour. \$337.50

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05/19/09	Review drafts of presentation for update to creditors committee and telephone calls and meetings with client and debtors professionals regarding same and strategy going forward with case	
	Douglas M. Foley 3.20 hours at 550.00 per hour.	\$1,760.00
05/22/09	E-mails with co-counsel and client regarding exclusivity period and timing of filing plan Douglas M. Foley .20 hours at 550.00 per hour.	\$110.00
05/28/09	Conference with debtors professionals, client and creditors committee counsel regarding status, timing and content of plan of liquidation and analyze issues regarding same Douglas M. Foley 1.30 hours at 550.00 per hour.	\$715.00
05/28/09	Draft bridge order and review, analyze and revise motion to extend deadline to remove actions and file same and e-mails and telephone conferences with debtors' professionals	

Timekeeper	Rate/HR	Hours	Fees
Douglas M. Foley	\$550.00	8.5	\$4,675.00
Daniel F. Blanks	\$375.00	2.0	\$750.00
	T077		dE 40E 00
	TOTAL FEES	10.5	\$5.425.00

Daniel F. Blanks 1.10 hours at 375.00 per hour.

Re: Schedule and SOFAS

Our File No. 2055557-0050
Circuit City Contact Daniel W. Ramsey
McGuireWoods Contact Douglas M. Foley

05/08/09 Review, analyze and file revised SOFA and e-mails with debtors' professionals regarding same and research issues regarding same Daniel F. Blanks 1.20 hours at 375.00 per hour. \$450.00

\$412.50

Timekeeper	Rate/HR	Hours	Fees
Daniel F. Blanks	\$375.00	1.2	\$450.00
	TOTAL FEES	1.2	\$450.00

Re: Monthly Operating Reports

Our File No. 2055557-0060
Circuit City Contact Daniel W. Ramsey
McGuireWoods Contact Douglas M. Foley Our File No.

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05/15/09 Review, analyze, revise and file monthly operating report Daniel F. Blanks .50 hours at 375.00 per hour.

\$187.50

\$187.50

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Timeke	eper	Rate/HR	Hours	Fees	
Danie	eper l F. Blanks	\$375.00	0.5	\$187.50	
	TOTA	L FEES	0.5	\$187.50	
Our : Circ	essional Retention/F File No. uit City Contact ireWoods Contact	2055557-0070 Daniel W. Rams	ey		
05/01/09	Draft, revise and s	ubmit revised S	treambank		
	order Daniel F. Blanks	.50 hours at	375.00 per h	our.	\$187.50
05/05/09	E-mails with client for compensation to professionals and a Daniel F. Blanks	committee and nalysis regardi	other ng same	our.	\$187.50
05/07/09	Revise and edit bil Daniel F. Blanks		375.00 per h	our.	\$300.00
05/08/09	E-mails with debtor fee statements Daniel F. Blanks	-		our.	\$150.00
05/14/09	Revise McGuireWoods same				\$150.00
	Daniel F. Blanks	.40 nours at	3/5.00 per n	our.	,150.00
05/18/09	Review and finalize Douglas M. Foley			our.	\$495.00
05/18/09	Continue to revise and e-mails with par Daniel F. Blanks	rties regarding	same	our.	\$225.00

Timekeeper	Rate/HR	Hours	Fees
Douglas M. Foley	\$550.00	0.9	\$495.00
Daniel F. Blanks	\$375.00	3.7	\$1,387.50

Daniel F. Blanks .50 hours at 375.00 per hour.

05/29/09 E-mails with debtors' professionals regarding interim fee applications and related issues

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TOTAL FEES

4.6 \$1,882.50

Re: Creditors Committee

Our File No.

2055557-0080

Circuit City Contact Daniel W. Ramsey

McGuireWoods Contact Douglas M. Foley

05/19/09 Travel to New York for meeting with creditors

committee

Douglas M. Foley 1.30 hours at 550.00 per hour.

\$715.00

05/20/09 Prepare for and participate in meeting with

unsecured creditors committee meeting to

discuss plan issues and incentive and retention

program issues

Douglas M. Foley 2.60 hours at 550.00 per hour. \$1,430.00

Timekeeper	Rate/HR	Hours	Fees
Douglas M. Foley	\$550.00	3.9	\$2,145.00
	TOTAL FEES	3.9	\$2,145.00

Re: Automatic Stay

Our File No. 2055557-0090
Circuit City Contact Daniel W. Ramsey
McGuireWoods Contact Douglas M. Foley

05/04/09 Draft and revise correspondence with parties regarding violations of the automatic stay and review docket, pleadings and correspondence regarding same and correspondence and pleadings regarding stay, status of case, garnishments, subpoenas and other items Daniel F. Blanks 2.10 hours at 375.00 per hour.

\$787.50

05/05/09 Analyze issues relating to relief from stay matters pertaining to insured claims relating to workers compensation

Douglas M. Foley .30 hours at 550.00 per hour.

\$165.00

05/05/09 Review and revise and execute letters and other correspondence regarding litigation, subpoenas,

garnishments and other matters

Daniel F. Blanks 2.10 hours at 375.00 per hour. \$787.50

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05/06/09	Draft letters regard and other issues Daniel F. Blanks		_		\$337.50
05/15/09	Multiple letters and parties regarding vi subpoenas, garnishme Daniel F. Blanks	olations of a ents and other	utomatic st requests	•	\$187.50
05/20/09	Correspondence with stay and related iss garnishments, subpose regarding same Daniel F. Blanks	ues and review nas and other	documentat	ion	\$187.50
05/26/09	Continue resolution stay and related iss regarding automatic garnishments and rel Daniel F. Blanks 1	ues (.5); cor stay, subpoend ated items (.6	respondence as, 5)		\$412.50
05/26/09	Research regarding dautomatic stay Erin Q. Ashcroft 3	_		hour.	\$1,050.00
05/27/09	E-mails regarding ad on workers compensat relief from the auto Douglas M. Foley	ion claimants matic stay	motions for	r	\$220.00
05/27/09	E-mails and telephon regarding motions fo analyze issues regar Daniel F. Blanks 1	or relief from ding same	stay and		\$487.50
05/27/09	Research issues regaissues and e-mails wregarding same and spaniel F. Blanks	ith debtors' p trategies	professiona	ls	\$262.50
05/27/09	Analyze and research completing automatic Erin Q. Ashcroft 1	stays		hour.	\$480.00
Danie	eper as M. Foley l F. Blanks Q. Ashcroft	Rate/HR \$550.00 \$375.00 \$300.00	Hours 0.7 9.2 5.1	Fees \$385. \$3,450. \$1,530.	. 00
·	_	FEES	15.0	\$5,365.	

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Re: Employment and Compensation

Our File No.

2055557-0120

Circuit City Contact Daniel W. Ramsey McGuireWoods Contact Douglas M. Foley

05/04/09 E-mails regarding issues relating to Department of Labor and payment of final paycheck to certain associates and e-mails with client regarding same

Douglas M. Foley .30 hours at 550.00 per hour. \$165.00

Timekeeper	Rate/HR	Hours	Fees
Douglas M. Foley	\$550.00	0.3	\$165.00
	TOTAL FEES	0.3	\$165.00

Re: Labor/Retiree Matters

Our File No. 2055557-0130
Circuit City Contact Daniel W. Ramsey
McGuireWoods Contact Douglas M. Foley

05/22/09 E-mails with counsel regarding potential wage claims at certain locations

Douglas M. Foley .30 hours at 550.00 per hour.

\$165.00

05/22/09 Telephone conference and e-mails with former

employees and in-house parties regarding

pension issues

Daniel F. Blanks .50 hours at 375.00 per hour.

\$187.50

05/26/09 E-mails with counsel and client regarding

issues relating to employee final paychecks

from liquidation sales and Department of Labor

investigation regarding same

Douglas M. Foley .40 hours at 550.00 per hour.

\$220.00

Timekeeper	Rate/HR	Hours	<u>Fees</u>
Douglas M. Foley	\$550.00	0.7	\$385.00
Daniel F. Blanks	\$375.00	0.5	\$187.50
•	TOTAL FEES	1.2	\$572.50

Re: Executory Contracts

Our File No.

2055557-0140

Circuit City Contact Daniel W. Ramsey McGuireWoods Contact Douglas M. Foley McGuireWoods Contact

Douglas M. Foley

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Douglas M. Foley

Daniel F. Blanks

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\$385.00

\$4,762.50

05/04/09	E-mails with opposing counsel regarding AT&T and Ikon and review material regarding same and e-mails with debtors' professionals regarding rejection
	Daniel F. Blanks 1.30 hours at 375.00 per hour. \$487.50
05/07/09	Draft and revise rejection orders and stipulations with IKON and e-mails with debtors' professionals and opposing counsel regarding same
	Daniel F. Blanks 1.80 hours at 375.00 per hour. \$675.00
05/08/09	Review and revise pleadings relating to IBM lease/contract rejections and e-mails with debtors professionals regarding same
	Douglas M. Foley .70 hours at 550.00 per hour. \$385.00
05/08/09	Review, analyze, revise and file TomTom stipulation (.9); review, analyze, revise and file IBM consent motion and e-mails with debtors' professionals regarding same
	Daniel F. Blanks 2.50 hours at 375.00 per hour. \$937.50
05/18/09	Review, analyze, revise and file contract rejection motion and e-mails with debtors' professionals regarding same Daniel F. Blanks 1.30 hours at 375.00 per hour. \$487.50
05/20/09	E-mails with counterparties to executory contracts regarding rejection and rejection damages claims and return of property and related issues and e-mails with in-house counsel regarding same (1.1); draft, revise and file motion to revise prepetition contract and draft notices and orders regarding same (3.5) Daniel F. Blanks 4.60 hours at 375.00 per hour. \$1,725.00
05/27/09	E-mails with counsel for AT&T regarding rejected contract and outstanding claim and research issues regarding same
	Daniel F. Blanks .60 hours at 375.00 per hour. \$225.00
05/28/09	E-mails and telephone conferences with counterparties to rejected contracts regarding claims and outstanding payments and related issues and e-mails with debtors' professionals regarding same
	Daniel F. Blanks .60 hours at 375.00 per hour. \$225.00
Timekee	per Rate/HR Hours Fees
1101101	C M FOLOTE SEED OO () '/ SERE OO

\$550.00

\$375.00

0.7

12.7

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TOTAL FEES

13.4

\$5,147.50

Re: Litigation Our File No. 2055557-0150 Circuit City Contact Daniel W. Ramsey McGuireWoods Contact Douglas M. Foley	
05/01/09 Review and revise final pleadings on Mondragon motion to dismiss Douglas M. Foley .40 hours at 550.00 per hour.	\$220.00
05/01/09 Review, analyze, revise and file motion to dismiss Mondragon adversary proceeding and multiple pleadings, notices and other documentation regarding same and e-mails with debtors' professionals regarding same Daniel F. Blanks 3.50 hours at 375.00 per hour.	\$1,312.50
05/04/09 Conference with debtors' professionals regarding responses to various garnishment actions and protocol for handling responses to certain subpoenas going forward Douglas M. Foley .30 hours at 550.00 per hour.	\$165.00
05/05/09 Review form of complaint against Warranty Group and analyze issues regarding same and e-mails with debtors' professionals regarding same Douglas M. Foley .90 hours at 550.00 per hour.	\$495.00
05/07/09 E-mails with debtors' professionals regarding adversary proceeding complaint and related issues and review material and research issues regarding same Daniel F. Blanks .70 hours at 375.00 per hour.	\$262.50
05/07/09 Filing of writ of execution Jodie Grotins .70 hours at 300.00 per hour.	\$210.00
05/21/09 Revise writ of execution Jodie Grotins .50 hours at 300.00 per hour.	\$150.00
05/22/09 Refile writ of execution Jodie Grotins .30 hours at 300.00 per hour.	\$90.00

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05/26/09 Draft, revise and submit amended scheduling order regarding Mondragon adversary proceeding and telephone conference with chambers regarding same

Daniel F. Blanks 1.30 hours at 375.00 per hour. \$487.50

05/27/09 E-mails regarding amendment to scheduling order on Mondragon WARN class action suit and timing of filing reply memorandum and review same .40 hours at 550.00 per hour. \$220.00 Douglas M. Foley

05/28/09 Review, analyze and revise reply brief regarding Mondragon adversary proceeding Daniel F. Blanks .80 hours at 375.00 per hour. \$300.00

Timekeeper	Rate/HR	Hours	Fees
Douglas M. Foley	\$550.00	2.0	\$1,100.00
Daniel F. Blanks	\$375.00	6.3	\$2,362.50
Jodie Grotins	\$300.00	1.5	\$450.00
· ·	TOTAL FEES	9.8	\$3,912.50

Re: Vendor Matters

Our File No. 2055557-0170
Circuit City Contact Daniel W. Ramsey
McGuireWoods Contact Douglas M. Foley

05/05/09 Telephone conference and e-mails with Merrill Communications LLC relating to data site and e-mails with client regarding same (.7); analyze issues relating to Alliance Entertainment and Source Interlink Media and e-mails with client regarding reconciliation of 503(b)(9) claims, preference exposure and potential off-sets of credits (.6) Douglas M. Foley 1.30 hours at 550.00 per hour. \$715.00 05/06/09 Review and analyze TWG complaint and e-mails with debtors' professionals regarding same and research issues regarding turnover regarding

same \$487.50 Daniel F. Blanks 1.30 hours at 375.00 per hour.

05/08/09 Review and finalize TomTom claim settlement stipulation and e-mails with debtors professionals regarding same (.6) Douglas M. Foley .60 hours at 550.00 per hour. \$330.00

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05/08/09	E-mails with client review docket and s Daniel F. Blanks	chedules regard	ding same		\$262.50
05/20/09	E-mails regarding v and filing administ Douglas M. Foley	rative claims l	by bar date		\$165.00
05/22/09	Review reconciliati vendor creditors cl Entertainment and S e-mails with opposi and status of infor warehouseman's lien inter-relationship purposes of 503(b)(Douglas M. Foley	aims, including ource Interling ng counsel regardating claim and between entities) claim analys	g Alliance k Media and arding same g to es for sis		\$385.00
05/22/09	Meeting with debtor research and motion Erin Q. Ashcroft	s to shorten to	ime		\$90.00
05/27/09	Prepare for and par meeting regarding v analyze issues rega strategies regardin	endors and rece rding same and g same	eivables and analyze	l	
	Daniel F. Blanks	2.30 hours at	375.00 per	hour.	\$862.50
05/28/09	E-mails with TomTom 9019 order	counsel regard	ding entry o	of	
	Douglas M. Foley	.30 hours at	550.00 per	hour.	\$165.00
Timeke	eper	Rate/HR	Hours	Fees	
	as M. Foley	\$550.00		\$1,760	.00
		4275 00			

Re: Real Estate

Daniel F. Blanks

Erin Q. Ashcroft

Our File No. 2055557-0180
Circuit City Contact Daniel W. Ramsey
McGuireWoods Contact Douglas M. Foley

TOTAL FEES

05/01/09 Review and revise draft district court pleadings for circulation and filing on stub rent appeal consolidating and staying certain appeals

Douglas M. Foley .90 hours at 550.00 per hour. \$495.00

\$375.00

\$300.00

4.3

0.3

7.8

\$1,612.50

\$3,462.50

\$90.00

05/01/09	Baltimore, MD - E-mails to and from D. Miller and buyer's counsel Edmund S. Pittman .10 hours at 450.00 per hour.	\$45.00
05/01/09	Telephone conference and e-mails with landlords and debtors' professionals regarding certain issues with leases (.4); review, analyze and revise orders and motion regarding stub rent appeal and e-mails with debtors' professionals regarding same (.7) Daniel F. Blanks 1.10 hours at 375.00 per hour.	\$412.50
05/01/09	Draft motion to consolidate appeals, establish briefing schedule and stay appeals (5.3); e-mail draft motion to debtors' professionals for review (.1); review and incorporate edits and comments received from debtors' professionals (.1); draft proposed order approving motion to consolidate (.3) Bryan A. Stark 5.80 hours at 295.00 per hour.	\$1,711.00
05/04/09	Review and revised draft motion to consolidate and stay certain appeals to the district court relating to stub rent and e-mails with landlord's counsel regarding same Douglas M. Foley 1.60 hours at 550.00 per hour.	\$880.00
05/04/09	Virginia Beach Outparcel - Telephone call from C. Crowe and J. Avallone Edmund S. Pittman .10 hours at 450.00 per hour.	\$45.00
05/04/09	Baltimore, MD - E-mails from and to D. Miller (.1); e-mails to and from buyer's counsel regarding status of amendment (.1) Edmund S. Pittman .20 hours at 450.00 per hour.	\$90.00
05/04/09	E-mails with debtors' professionals and counsel for landlords regarding appeals Daniel F. Blanks .40 hours at 375.00 per hour.	\$150.00
05/04/09	Send e-mail to client employee requesting information from potential bidder (.2); reply to e-mail from potential bidder's counsel regarding auction procedures and bid deadline (.5); respond to e-mail from potential bidder requesting title information (.2); review title objection letter from stalking horse bidder (.2); telephone call from bidder's counsel with questions regarding title and survey matters (.2)	
	Matthew P. Rash 1.30 hours at 315.00 per hour.	\$409.50

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	Review, revise and update motion to consolidate, set scheduling order and stay stub rent appeals and proposed order (1.9); telephone calls with bankruptcy court clerk's office regarding appeal to district court (.3); communicate with counsel to landlords regarding appeal and updates to motion and proposed order (1.2)	41 002 00
05/05/09	Bryan A. Stark 3.40 hours at 295.00 per hour. Review and revised motion and form of order for the district court consolidating appeals on stub rent and staying certain other appeals and numerous e-mails with opposing counsel regarding same	\$1,003.00
05/05/09	Douglas M. Foley 1.40 hours at 550.00 per hour. Virginia Beach Outparcel - E-mails to and from buyer's counsel (.1); e-mail to D. Miller and C. Crowe regarding markup of survey (.1); mark up survey (.1)	\$770.00
05/05/09	Edmund S. Pittman .30 hours at 450.00 per hour. Baltimore, MD - E-mail to buyer's counsel regarding executed amendment (.1); letter to buyer's counsel forwarding executed amendment (.1); revise amendment and assemble execution copies (.1) Edmund S. Pittman .30 hours at 450.00 per hour.	\$135.00 \$135.00
	Ardmore, OK - Review marked purchase agreement from counsel for General Mills Matthew P. Rash .50 hours at 315.00 per hour.	\$157.50
	Incorporate various edits into stub rent motion to consolidate, set scheduling order and stay appeals received from appellants to the various appeals (2.5); communicate with D. Foley regarding issues arising from motion (.5); research orders and stipulation in various stub rent appeals (1.5) Bryan A. Stark 4.50 hours at 295.00 per hour.	\$1,327.50
05/05/09	Virginia Beach Outparcel - Discussions with E. Pittman regarding description of parcel (.2); plot parcel on deed plotter (.3) Lois E. Sisk .50 hours at 310.00 per hour.	\$155.00

(.1)

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\$110.00

\$90.00

05/06/09 E-mails with landlords counsel regarding administrative payment requests and timing of hearing regarding same (.3); e-mails and telephone calls with landlord counsel regarding bids and auction of real estate assets and adequate assurance and cure disputes (.4); e-mails regarding finalization of stub rent appeal protocol order and briefing schedule (.4)Douglas M. Foley 1.10 hours at 550.00 per hour. \$605.00 05/06/09 Virginia Beach Outparcel - Telephone calls to and from buyer's counsel (.1); e-mails to and from buyer's counsel regarding language on Exhibit A (.2); e-mail to D. Miller and C. Crowe regarding same (.2); letter to D. Miller forwarding execution copies of purchase agreement (.2) Edmund S. Pittman .70 hours at 450.00 per hour. \$315.00 05/06/09 Ardmore, OK - Review title objection letter from counsel for Shores Oilfield Equipment Co. (.7); review title commitment and certain title documents referenced in counsel's title objection letter (.5); prepare response letter to buyer's title objection letter (.2); draft warranty deed (1.0); draft FIRPTA certificate and Form 1099 (.5); draft lease termination and termination of memorandum of lease (.6); send e-mail to client employee regarding objection letter and draft documents (.4) \$1,795.50 Matthew P. Rash 5.70 hours at 315.00 per hour.

05/07/09 E-mails with landlords counsel regarding order

and filing pleadings in district court

05/07/09 Virginia Beach Outparcel - Telephone call from

for district court consolidation/stay motion

C. Crowe (.1); e-mails to and from D. Miller

Douglas M. Foley .20 hours at 550.00 per hour.

Edmund S. Pittman .20 hours at 450.00 per hour.

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05/07/09 Organize and create pdf to file motion to consolidate regarding stub rent appeals (.7); correspond with debtor professional and landlord professionals regarding filing of motion and original signatures on hard copy of proposed order (1.2); correspond with the clerk's office and judge's chambers (.6); file motion and proposed order in all pending appeals and serve on all notice parties (1.0) Bryan A. Stark 3.50 hours at 295.00 per hour. \$1,032.50 05/08/09 Virginia Beach Outparcel - E-mails to and from D. Miller (.1); letter to escrow agent (.2) Edmund S. Pittman .30 hours at 450.00 per hour. \$135.00 05/08/09 Telephone call with bidder's counsel regarding auction procedures (.2); send e-mail to title company updating status of auction and requesting information regarding corporate authority requirements (.3) .50 hours at 315.00 per hour. \$157.50 Matthew P. Rash 05/08/09 Compile original signatures for proposed order on stub rent appeals (1.0); draft cover letter to district court (.5) Bryan A. Stark 1.50 hours at 295.00 per hour. \$442.50 05/10/09 Review orders and pleadings regarding Ardmore real estate auction and e-mails with bidders and debtors professionals regarding same \$495.00 Douglas M. Foley .90 hours at 550.00 per hour. 05/11/09 Issues regarding auction and attend auction by phone T. Craig Harmon 3.10 hours at 525.00 per hour. \$1,627.50 05/11/09 Ardmore, OK - Organize client file in advance of sale auction and respond to e-mails from R. Labarthe regarding qualified bid (.3); review purchase and sale agreement regarding purchaser default provisions in connection with R. Labarthe's objection to auction (.4); review draft sale order and send e-mail to title company regarding authorizing resolutions (.5); revise form of warranty deed and send to title company for review (.8); telephone call with D. Ryan regarding wire transfer and participate in telephone auction for property (3.0); prepare owner's affidavit and registrar of deeds affidavit (1.0); send e-mail to title company regarding tax assessments and changes to

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	owner's affidavit (.5) Matthew P. Rash 6.50 hours at 315.00 per hour.	\$2,047.50
05/11/09	Review and e-mail order submitted in stub rent appeals	400
	Bryan A. Stark .30 hours at 295.00 per hour.	\$88.50
05/12/09	Draft, revise and file notice of rejection of leases and e-mails with debtors' professionals regarding same (.4); revise orders regarding Ardmore and San Mateo and e-mails with parties regarding same (.8) Daniel F. Blanks 1.20 hours at 375.00 per hour.	\$450.00
05/12/09	Telephone call with client representative regarding rents held by trustee bank (.1); telephone call with counsel for trustee bank regarding rents held in trust (.1); revise title objection letter and compile exhibits to objection letter (.9); prepare bill of sale (.7); prepare amendment to purchase agreement (.8); send e-mail to buyer's outside counsel and title company regarding title objections and closing documents (.2); respond to e-mail from R. Labarthe regarding closing date and insurance claims (.2); send e-mail to client representatives regarding damage to property and obligations under purchase agreement (.3) Matthew P. Rash 3.30 hours at 315.00 per hour.	\$1,039.50
05/13/09	Baltimore, MD Sale - Review e-mail from C. Crowe regarding status of Phase II Edmund S. Pittman .10 hours at 450.00 per hour.	\$45.00
05/13/09	Virginia Beach - Review e-mail and correspondence from escrow agent Edmund S. Pittman .10 hours at 450.00 per hour.	\$45.00
05/13/09	Review and file notice of withdrawal of rejection and e-mails with debtors' professionals regarding same Daniel F. Blanks .50 hours at 375.00 per hour.	\$187.50
05/13/09	Ardmore, OK - Respond to e-mails from R. Labarthe regarding damage to property and insurance deductibles (.6); review purchase agreement regarding casualty and loss provisions and send e-mail to client	

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	representative regarding casualty provisions in purchase agreement and Circuit City's obligation with respect to storm damage (.8); respond to client representative regarding purchase contract amendment (.2); attend bankruptcy court hearing regarding sale order (.5); telephone call to M&T Bank representatives regarding money held in trust (.3) Matthew P. Rash 2.40 hours at 315.00 per hour.	\$756.00
05/14/09	E-mails with debtors' professionals regarding DJM amended order and e-mails and telephone conference with United States Trustee Daniel F. Blanks .60 hours at 375.00 per hour.	\$225.00
05/14/09	Telephone call from J. Gabel regarding money held in trust by M&T Bank (.1); send e-mail to representative at M&T bank regarding trust funds (.1); review information from M&T Bank regarding fund disbursement and expense deductions and send e-mail to client employee (.2)	4126.00
	Matthew P. Rash .40 hours at 315.00 per hour.	\$126.00
05/15/09	Sale of Baltimore, MD Property - Review e-mail from C. Crowe regarding Phase II Edmund S. Pittman .10 hours at 450.00 per hour.	\$45.00
05/15/09	Review DJM motion and telephone conference and e-mails with United States Trustee and debtors' professionals regarding same Daniel F. Blanks .50 hours at 375.00 per hour.	\$187.50
05/18/09	E-mails regarding various lease disposition issues and consents and reconciliation of remaining landlord claims Douglas M. Foley .90 hours at 550.00 per hour.	\$495.00
05/18/09	Virginia Beach Outparcel - Letter to D. Miller Edmund S. Pittman .10 hours at 450.00 per hour.	\$45.00
05/18/09	Baltimore County, MD - Telephone call to P. Reed regarding second letter of credit (.1); e-mails to and from buyer (.1) Edmund S. Pittman .20 hours at 450.00 per hour.	\$90.00
05/19/09	Baltimore, MD Sale - E-mails to and from D. Miller regarding copy of executed contract Edmund S. Pittman .20 hours at 450.00 per hour.	\$90.00

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05/19/09	E-mails with counsel for landlords regarding rejection and other related issues and review charts, orders and notices regarding same and research issues regarding same (1.4); e-mails with debtors' professionals and chambers regarding possible hearing dates for sale of leases (1.1) Daniel F. Blanks 2.50 hours at 375.00 per hour.	\$937.50
05/19/09	Ardmore, OK - Send e-mail to client employee regarding scope of damage to the warehouse and recommending approach to negotiating with buyer regarding cost of repairs (.2); respond to e-mail from R. Labarthe regarding damage to building, comments to closing documents and status of revised title commitment (.2); telephone call to client representative regarding settlement statement (.1); send e-mail to client representative regarding brokerage commissions (.1) Matthew P. Rash .60 hours at 315.00 per hour.	\$189.00
05/20/09	Review and analyze motion relating to amendment of prepetition lease termination agreement Douglas M. Foley .90 hours at 550.00 per hour.	\$495.00
05/20/09	Sale of Baltimore County, MD - Telephone call from C. Crowe and D. Miller (.1); e-mail Phase II to buyer's counsel (.1) Edmund S. Pittman .20 hours at 450.00 per hour.	\$90.00
05/20/09	Ardmore, OK - Telephone call from client employees regarding status of storm damage to warehouse (.2); send e-mail to buyer's counsel regarding storm damage repairs (.2) Matthew P. Rash .40 hours at 315.00 per hour.	\$126.00
05/21/09	Review, analyze and revise motion to sell certain lease and draft and revise notices, orders and motions to shorten regarding same and multiple telephone conferences and e-mails with debtors' professionals regarding same Daniel F. Blanks 2.40 hours at 375.00 per hour.	\$900.00
05/21/09	Ardmore, OK - Review real estate tax information (.5); prepare draft settlement statements (1.5); exchange various e-mails with title company regarding indemnity and affidavit of debts, real estate taxes and policy premiums	

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	(.7); send e-mail to client employee regarding closing statement (.3); finalize deed, bill of sale and other closing documents based on comments from buyer's counsel (1.0); organize closing documents and prepare cover letter to client employee with execution instructions (.5); prepare escrow instruction letter (1.0); update closing checklist and send e-mail to buyer's counsel with list of outstanding items for closing (.8) Matthew P. Rash 6.30 hours at 315.00 per hour.	\$1,984.50
05/22/09	E-mails regarding new filings relating to final assumption and assignments of leases and analyze issues regarding same, including break up fees	
	Douglas M. Foley .60 hours at 550.00 per hour.	\$330.00
05/22/09	Virginia Beach Outparcel - E-mail to C. Crowe regarding due diligence period Edmund S. Pittman .10 hours at 450.00 per hour.	\$45.00
05/22/09	Sale of Baltimore, MD - E-mail contract information for buyer's counsel to Circuit City's bankruptcy counsel Edmund S. Pittman .10 hours at 450.00 per hour.	\$45.00
05/22/09	Multiple telephone conferences and e-mails with debtors' professionals and others regarding motions to sell leases and related relief and draft motions to shorten, motions to expedite, notices and other pleadings regarding same Daniel F. Blanks 2.60 hours at 375.00 per hour.	\$975.00
05/22/09	Ardmore, OK - Review and respond to e-mails from R. Labarthe regarding revised title commitment and closing requirements (.3); send e-mail to R. Labarthe regarding request for new survey (.2); telephone call with title company regarding updated title commitment and real estate tax questions (.2) Matthew P. Rash .70 hours at 315.00 per hour.	\$220.50
05/22/09	Draft motion for order shortening notice (Simon Property), motion for order shortening notice (SEA), meeting with debtors professionals regarding orders and draft motion for shorten notice (St. Cloud) Erin Q. Ashcroft 3.90 hours at 300.00 per hour.	\$1,170.00

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05/26/09 Baltimore, MD Golden Ring - Telephone calls to and from buyer's counsel (.1); e-mails to C. Crowe and D. Miller (.1) \$90.00 Edmund S. Pittman .20 hours at 450.00 per hour. 05/26/09 Ardmore, OK - Respond to e-mails from R. Labarthe regarding closing documents and warranty assignments (.4); telephone call to J. Grant regarding title commitment (.3); send e-mail to client representative regarding outstanding warranties, roof repairs at the warehouse and assigning any warranties and service contracts (.4); finalize escrow instruction letter and prepare signed documents for delivery to title company (1.0); exchange e-mails with buyer's counsel regarding closing procedures, changes to deed and list of permitted encumbrances and document delivery Matthew P. Rash 2.50 hours at 315.00 per hour. \$787.50 05/27/09 Sale of Virginia Beach Outparcel - Review e-mail from title company Edmund S. Pittman \$45.00 .10 hours at 450.00 per hour. 05/27/09 Prepare multiple motions regarding sale of leases and e-mails and telephone conferences with debtors' professionals regarding same .90 hours at 375.00 per hour. \$337.50 Daniel F. Blanks 05/27/09 Ardmore, OK - Review comments by buyer's counsel to draft closing documents (.8); revise closing documents and send response e-mail to buyer's counsel (.5); respond to e-mail from title company regarding closing documents and escrow instructions (.2) Matthew P. Rash 1.50 hours at 315.00 per hour. \$472.50 05/27/09 Review docket for briefing schedule \$59.00 Bryan A. Stark .20 hours at 295.00 per hour. 05/28/09 Review and revise pleading relating to remaining lease sales and numerous e-mails with debtors professionals regarding same and timing of hearing on 6/3 Douglas M. Foley 1.90 hours at 550.00 per hour. \$1,045.00 05/28/09 Virginia Beach Outparcel - Review e-mail from J. Avallone Edmund S. Pittman .10 hours at 450.00 per hour. \$45.00

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05/28/09 Multiple e-mails with debtors' professionals regarding sale of leases and related pleadings and draft and revise same and research issues regarding same Daniel F. Blanks 2.50 hours at 375.00 per hour. \$937.50 05/28/09 Ardmore, OK - Telephone call with client employee regarding roof repairs and warranty information (.3); telephone call with title company regarding buyer's requested changes to deed and legal description (.4); review revisions to closing documents by buyer's counsel (.5); revise warranty deed based on comments from buyer's counsel (.3); send e-mail to buyer's counsel rejecting certain changes to deed (.3); send e-mail to client employee regarding estimate for roof repairs (.1); revise closing statement (.1); exchange e-mails with title company and buyer's counsel regarding legal description and quitclaim language in the vesting deed (.3) Matthew P. Rash 2.30 hours at 315.00 per hour. \$724.50 05/28/09 Prepare motions for expedited hearing, motions to shorten notice and notices of motions for sale of various leases and subleases to be heard on June 3, 2009 (2.0); correspond with debtors' professionals regarding motions, orders and agreements to be filed (.5) Bryan A. Stark 2.50 hours at 295.00 per hour. \$737.50 05/29/09 E-mails with debtors professionals relating to stub rent issues, briefing schedule and timing of payment Douglas M. Foley .30 hours at 550.00 per hour. \$165.00 05/29/09 E-mails with debtors professionals and client regarding filing pleadings to sell leases at St.Cloud, Bloomingdale and Chesterfield and telephone conference with landlords counsel regarding possible expedited hearing on objections to bid procedures and due diligence waivers Douglas M. Foley 1.60 hours at 550.00 per hour. \$880.00 05/29/09 Virginia Beach Outparcel - Review e-mails from J. Avallone and D. Miller regarding due diligence extension

Edmund S. Pittman .10 hours at 450.00 per hour. \$45.00

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05/29/09 Review and analyze motions to sell leases and related motions, orders and notices and file same and e-mails with debtors' professionals regarding same

Daniel F. Blanks .60 hours at 375.00 per hour.

\$225.00

05/29/09 Ardmore, OK - Review e-mail from R. Labarthe regarding repairs to office carpet and roof tiles and review estimate of repairs (.5); review owner's warranty regarding roof materials and labor (.5); revise settlement statement to accommodate changes to repair estimates (.5); telephone calls with client employee regarding repair issues and outstanding closing issues (1.0); telephone calls with title agent and buyer's counsel regarding outstanding closing issues (1.0); revise bill of sale regarding warranty assignment language (1.0) Matthew P. Rash 4.00 hours at 315.00 per hour.

\$1,260.00

05/29/09 Correspond with debtors' professionals regarding and file motions to sell leases, motions to shorten time, motion for expedited hearing and notices of motions

Bryan A. Stark 1.00 hours at 295.00 per hour.

\$295.00

Timekeeper	Rate/HR_	Hours	Fees
Douglas M. Foley	\$550.00	12.3	\$6,765.00
T. Craig Harmon	\$525.00	3.1	\$1,627.50
Edmund S. Pittman	\$450.00	3.9	\$1,755.00
Daniel F. Blanks	\$375.00	15.8	\$5,925.00
Matthew P. Rash	\$315.00	38.9	\$12,253.50
Lois E. Sisk	\$310.00	0.5	\$155.00
Erin Q. Ashcroft	\$300.00	3.9	\$1,170.00
Bryan A. Stark	\$295.00	22.7	\$6,696.50
	TOTAL FEES	101.1	\$36,347.50

Re: Reclamation Matters

Our File No. 2055557-0200
Circuit City Contact Daniel W. Ramsey
McGuireWoods Contact Douglas M. Foley

05/22/09 Research regarding reclamation issues and alleged secured claim status and objections Erin Q. Ashcroft .50 hours at 300.00 per hour.

\$150.00

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05/25/09 E-mail to and from debtors' professionals regarding reclamation procedures and research regarding changes to 546(c)
Erin Q. Ashcroft 2.50 hours at 300.00 per hour. \$750.00

05/26/09 Analyze issues relating to 546(c) and reclamation procedures and claims relating to alleged secured status claimed by various creditors
Douglas M. Foley .40 hours at 550.00 per hour. \$220.00

Timekeeper Rate/HR Hours Fees
Douglas M. Foley \$550.00 0.4 \$220.00

Douglas M. Foley \$550.00 0.4 \$220.00 Erin Q. Ashcroft \$300.00 3.0 \$900.00

Re: Utilities Matters

Our File No. 2055557-0210
Circuit City Contact Daniel W. Ramsey
McGuireWoods Contact Douglas M. Foley

05/01/09 E-mails with parties and debtors' professionals regarding requests from utilities Daniel F. Blanks .40 hours at 375.00 per hour. \$150.00 05/05/09 E-mails with debtors' professionals and utilities regarding payment from blocked account \$150.00 Daniel F. Blanks .40 hours at 375.00 per hour. 05/08/09 E-mails with debtors' professionals regarding utilities requests Daniel F. Blanks .40 hours at 375.00 per hour. \$150.00 05/11/09 E-mails and telephone conferences with parties and debtors' professionals regarding utility demands Daniel F. Blanks .40 hours at 375.00 per hour. \$150.00 05/12/09 E-mails with parties regarding utilities requests Daniel F. Blanks .30 hours at 375.00 per hour. \$112.50 05/22/09 E-mails with utilities regarding blocked accounts and e-mails with debtors' professionals regarding same Daniel F. Blanks .50 hours at 375.00 per hour. \$187.50

Timekeeper Rate/HR Hours Fees

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Daniel F. Blanks \$375.00 2.4 \$900.00 2.4 \$900.00 TOTAL FEES

Re: Insurance Matters

Our File No. 2055557-0230 Circuit City Contact Daniel W. Ramsey McGuireWoods Contact Douglas M. Foley

05/06/09 Research issues regarding workers' compensation insurance issues and review and analyze documents and pleadings regarding same (1.5); telephone conference and e-mails with parties regarding aviation insurance and review documents regarding same (1.3) Daniel F. Blanks 2.80 hours at 375.00 per hour. \$1,050.00

Timekeeper	Rate/HR	Hours	Fees
Daniel F. Blanks	\$375.00	2.8	\$1,050.00
	TOTAL FEES	2.8	\$1,050.00

Re: Tax Matters

Our File No. 2055557-0240
Circuit City Contact Daniel W. Ramsey
McGuireWoods Contact Douglas M. Foley

05/01/09 Review and analyze tax charts prepared by counsel for Texas taxing authorities regarding resolution of tax obligations and related issues and e-mails and telephone conference with in-house tax team regarding strategies Daniel F. Blanks .70 hours at 375.00 per hour.

\$262.50

05/04/09 Review IRS RARs and legal authorities cited therein for appeal conference hearing Craig D. Bell 3.60 hours at 530.00 per hour.

\$1,908.00

05/04/09 E-mails with in-house tax department regarding tax issues Daniel F. Blanks .60 hours at 375.00 per hour.

\$225.00

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05/05/09	Work on initial preparation for IRS appeals conference on four tax adjustments protested by client (1.6); analyze relevant tax cases, treasury regulations and related authorities (1.5) Craig D. Bell 3.10 hours at 530.00 per hour.	\$1,643.00
05/06/09	E-mails with in-house and debtors'	
03/00/03	professionals regarding tax issues and	
	strategies Daniel F. Blanks .60 hours at 375.00 per hour.	\$225.00
05/07/09	E-mails regarding status of tax appeals and	
	strategy going forward Douglas M. Foley .20 hours at 550.00 per hour.	\$110.00
05/07/09	Analysis on legal authorities cited by IRS in rebuttal report to tax protest on appeal of	
	unsettled audit issues Craig D. Bell 1.50 hours at 530.00 per hour.	\$795.00
05/07/09	E-mail to client regarding conference call to	
	discuss tax issues Brian C. Bernhardt .20 hours at 475.00 per hour.	\$95.00
05/07/09	Telephone call regarding tax matters Bryan A. Stark .40 hours at 295.00 per hour.	\$118.00
05/08/09	Participate in call regarding strategy for tax appeals with debtors professionals and client representatives	
	Douglas M. Foley .80 hours at 550.00 per hour.	\$440.00
05/08/09	Prepare for conference call with J. McDonald, S. Weber and G. Ridgeway regarding 2007 - 2008 employment tax issues (1.0); conference call with J. McDonald, S. Weber and G. Ridgeway regarding 2007 - 2008 employment tax issues	
	(.8) Brian C. Bernhardt 1.80 hours at 475.00 per hour.	\$855.00
05/08/09	Prepare for and participate in telephone conference with debtors' professionals and client regarding IRS appeal and other tax issues and e-mails regarding same	
	Daniel F. Blanks 1.10 hours at 375.00 per hour.	\$412.50
05/08/09	Research tax matters (2.5); telephone call with debtor professional regarding research (.3) Bryan A. Stark 2.80 hours at 295.00 per hour.	\$826.00

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05/11/09	Review and respond to client e-mails (.4); telephone call with client representative (tax)(.3); review documents from client and analysis on same (.9) Craig D. Bell 1.60 hours at 530.00 per hour.	\$848.00
05/11/09	Telephone conference with IRS Bankruptcy Specialist regarding employment tax issues (.3); draft e-mail to J. McDonald, S. Weber and G. Ridgeway regarding same (.2); forward power of attorney for 2007 - 2008 to IRS Bankruptcy Specialist Brian C. Bernhardt .60 hours at 475.00 per hour.	\$285.00
05/11/09	Receive and review examination report for 2007 - 2008 and review first three of four issues (.5); draft protest (1.0); receive, review and respond to e-mail from J. McDonald regarding tax issues for 2007 - 2008 by sending e-mail to J. McDonald, S. Weber and G. Ridgeway regarding same (.2) Brian C. Bernhardt 1.70 hours at 475.00 per hour.	\$807.50
05/12/09	Analysis of tax issues for IRS appeals hearing (2.0); review draft supplemental tax protest for additional tax years (.4) Craig D. Bell 2.40 hours at 530.00 per hour.	\$1,272.00
05/13/09	Review and approve supplemental tax protest for recently completed audit cycle (.4); prepare for IRS appeals hearing (3.6) Craig D. Bell 4.00 hours at 530.00 per hour.	\$2,120.00
05/13/09	Finalize initial draft of protest Brian C. Bernhardt .50 hours at 475.00 per hour.	\$237.50
05/14/09	Receive, review, respond to and incorporate client comments to protest for 2007 - 2008 employment tax issues Brian C. Bernhardt .50 hours at 475.00 per hour.	\$237.50
05/14/09	Multiple e-mails and telephone conferences with in-house tax department regarding multiple tax issues and research issues regarding same Daniel F. Blanks 1.10 hours at 375.00 per hour.	\$412.50
05/15/09	E-mails with client regarding payment of certain trust fund taxes under first day authority Douglas M. Foley .20 hours at 550.00 per hour.	\$110.00

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05/15/09	Receive, review, respond to and incorporate additional client comments to protest for 2007 - 2008 employment tax issues Brian C. Bernhardt .50 hours at 475.00 per hour.	\$237.50
05/15/09	Multiple telephone conferences and e-mails with tax department regarding multiple tax issues and audit requests Daniel F. Blanks .70 hours at 375.00 per hour.	\$262.50
05/17/09	Review IRS audit report and legal authorities cited in IRS report Craig D. Bell 1.90 hours at 530.00 per hour.	\$1,007.00
05/18/09	Work on preparation for IRS appeals hearing Craig D. Bell 1.80 hours at 530.00 per hour.	\$954.00
05/18/09	Multiple telephone calls and e-mails with tax department and debtors' professionals regarding tax questions and related issues and telephone calls from taxing authorities regarding same	
	Daniel F. Blanks 1.10 hours at 375.00 per hour.	\$412.50
05/19/09	Telephone call with IRS appeals officer on pending hearing (.4); review elements of protest and IRS revenue report (1.3) Craig D. Bell 1.70 hours at 530.00 per hour.	\$901.00
05/19/09	Research tax matter and e-mail findings of research to debtor professional for review and comment (1.0); meet with debtor professionals regarding tax issues (1.3) Bryan A. Stark 2.30 hours at 295.00 per hour.	\$678.50
05/20/09	Prepare for appeals hearing on protests of proposed assessments on employment tax and income tax disagreed items with IRS Craig D. Bell 4.00 hours at 530.00 per hour.	\$2,120.00
05/20/09	E-mails with debtors' professionals and in-house tax department regarding tax issues and strategies Daniel F. Blanks .60 hours at 375.00 per hour.	\$225.00
05/21/09	Prepare for IRS appeals hearing Craig D. Bell 2.60 hours at 530.00 per hour.	\$1,378.00
05/21/09	Multiple tax questions and strategies with tax department and debtors' professionals Daniel F. Blanks .90 hours at 375.00 per hour.	\$337.50

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05/26/09 Analysis on IRS positions on employment tax audit appeal issues (1.4); review relevant treasury regulations on issue (.4) Craig D. Bell 1.80 hours at 530.00 per hour. \$954.00 05/26/09 Review OPEP issue for conference with client and appeals hearing (2.0); review post-employment contract issue for conference with client and appeals hearing (2.0); review legal settlement issue for conference with client and appeals hearing (2.0); review relocation issue for conference with client and appeals hearing (2.0) Brian C. Bernhardt 8.00 hours at 475.00 per hour. \$3,800.00 05/27/09 Meetings with client and debtors professionals regarding IRS appeal hearing on 5/29 relating to relocation tax refund issues and strategy regarding same Douglas M. Foley 1.90 hours at 550.00 per hour. \$1,045.00 05/27/09 Prepare for meeting with client representatives for IRS appeals hearing (2.3); review additional documents provided by client for use in appeals hearing (1.2); review IRS revenue agent report and selected authorities relied on by IRS to support their proposed tax assessment for 2004-2006 tax years and 2007-2008 tax years (2.8); conference with B. Bernhardt to finalize strategy for IRS appeals hearing (.4) Craig D. Bell 6.70 hours at 530.00 per hour. \$3,551.00 05/27/09 Continue to review relocation issue for conference with client and appeals hearing (2.0); conference with client regarding tax issues for appeals hearing (2.7); prepare for appeals conference (3.0) Brian C. Bernhardt 7.70 hours at 475.00 per hour. \$3,657.50 05/28/09 Analysis on jurisdiction issue for possible federal tax refund claim on sale-leaseback issue (2.4); review key IRS authorities and revenue report items for IRS appeals hearing (1.3)Craig D. Bell 3.70 hours at 530.00 per hour. \$1,961.00 05/28/09 Prepare for appeals conference Brian C. Bernhardt 2.50 hours at 475.00 per hour. \$1,187.50

\$412.50

05/28/09 Multiple e-mails and telephone conferences with in-house tax department regarding tax issues Daniel F. Blanks .90 hours at 375.00 per hour. \$337.50 05/29/09 Prepare for and attend IRS appeal hearing on tax refund claims relating to relocation issues and meeting with client regarding same, follow-up and go forward strategy Douglas M. Foley 2.10 hours at 550.00 per hour. \$1,155.00 05/29/09 Meet with client representative (J. McDonald and M. Mosier)(.5); participate in IRS appeals hearing (2.5); follow-up on meeting with client representatives regarding next steps on tax protest issues (.7); review documents provided by IRS appeals officer (.8); analysis on procedural issue on potential federal tax refund claim (1.3) Craiq D. Bell 5.80 hours at 530.00 per hour. \$3,074.00 05/29/09 Attend appeals hearing (2.0); post-appeals hearing conference with client (.5); begin reviewing materials provided by appeals officer of legal settlement issue (1.0); receive and review documents from client (1.0); receive, review and respond to e-mails from client regarding appeals issues (.5); begin post-appeals analysis requested by appeals officer Brian C. Bernhardt 5.50 hours at 475.00 per hour. \$2,612.50 05/29/09 E-mails and telephone conferences with in-house tax department regarding tax issues and review and analyze material regarding same (.3); prepare for and participate in telephone conference with Ernst & Young regarding tax strategies and research issues regarding same

05/30/09 Review IRS exam team and client's	
sale-leaseback TAM filings and selected	
authorities cited therein	
Craig D. Bell 6.00 hours at 530.00 per	hour. \$3,180.00

Daniel F. Blanks 1.10 hours at 375.00 per hour.

Timekeeper	Rate/HR	Hours	Fees
Douglas M. Foley	\$550.00	5.2	\$2,860.00
Craig D. Bell	\$530.00	52.2	\$27,666.00
Brian C. Bernhardt	\$475.00	29.5	\$14,012.50
Daniel F. Blanks	\$375.00	9.4	\$3,525.00
Bryan A. Stark	\$295.00	5.5	\$1,622.50

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TOTAL FEES

101.8 \$49,686.00

\$450.00

Re: Claims Administration

Our File No.

2055557-0250

Circuit City Contact Daniel W. Ramsey McGuireWoods Contact Douglas M. Foley

05/01/09 Review, analyze, revise and file motion to establish administrative claim bar date

Daniel F. Blanks 1.10 hours at 375.00 per hour. \$412.50

05/05/09 E-mails with creditors regarding resolution of

claims objections and reclassification to general unsecured status

Douglas M. Foley .30 hours at 550.00 per hour.

\$165.00

05/06/09 E-mails with FTI, KCC and debtors' professionals regarding additional omnibus objections to claims and related issues and

review claims regarding same (.6); multiple e-mails and telephone conferences with parties

regarding filed omnibus objections to claims and analyze issues regarding same (1.1)

Daniel F. Blanks 1.70 hours at 375.00 per hour. \$637.50

05/07/09 E-mails with debtors' professionals regarding omnibus objections and related issues and review and analyze exhibits regarding same

Daniel F. Blanks 1.20 hours at 375.00 per hour.

05/08/09 Review and revise omnibus objection to

503(b)(9) claims relating to goods versus services and e-mails with debtors professionals regarding same and timing of filing and initial

hearing and service of process

Douglas M. Foley 1.20 hours at 550.00 per hour. \$660.00

05/08/09 Continue to review, analyze and revise exhibits

for non-goods objection and e-mails with debtors' professionals regarding same and

multiple e-mails and telephone conferences with

KCC regarding service and related issues

Daniel F. Blanks .80 hours at 375.00 per hour. \$300.00 Case 08-35653-KRH Doc 4851-1 Filed 09/14/09 Entered 09/14/09 15:53:07 Desc Exhibit(s) E1 Page 40 of 53

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05/11/09 Continue to revise fifth and sixth omnibus objections and e-mails with debtors' professionals regarding same and draft notices and orders and other documentation regarding same (2.3); review responses to second and third objections to 503(b)(9) claims and initiate drafts of orders and multiple e-mails with parties regarding same (1.5) Daniel F. Blanks 3.80 hours at 375.00 per hour. \$1,425.00 05/11/09 Review and provide comments on notice of omnibus claim objections Bryan A. Stark .60 hours at 295.00 per hour. \$177.00 05/12/09 E-mails with creditors counsel regarding late claims and scheduling and review omni claim objection orders Douglas M. Foley .90 hours at 550.00 per hour. \$495.00 05/12/09 Review, analyze, revise and file debtors' fifth and sixth omnibus objections to claims and multiple e-mails and telephone conferences with debtors' professionals regarding same (2.2); continue draft orders for second and third omnibus objection and revise orders regarding same and review responses and other items regarding same and multiple e-mails and telephone conferences with parties regarding hearing on objections (1.7) Daniel F. Blanks 3.90 hours at 375.00 per hour. \$1,462.50 05/13/09 Continue revisions to claim orders and multiple telephone conferences and e-mails with claimants regarding same and revise orders regarding same and e-mails with debtors' professionals regarding same Daniel F. Blanks 1.90 hours at 375.00 per hour. \$712.50 05/14/09 Edits to form of order relating to administrative expense bar date and e-mails with debtors professionals regarding same Douglas M. Foley .70 hours at 550.00 per hour. \$385.00 05/14/09 Revise and submit order regarding administrative claim bar date and related issues and e-mails and telephone conference with clerk's office regarding same (.9); revise and submit multiple orders on omnibus

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	objections to claims and review and analyze exhibits regarding same (1.3); e-mails and telephone conferences with creditors and parties in interest regarding omnibus objection to claims and related issues and review exhibits, notices and other material regarding same (.7) Daniel F. Blanks 2.90 hours at 375.00 per hour.	\$1,087.50
05/15/09	Revise administrative bar date notice and related issues and e-mails with debtors' professionals regarding same Daniel F. Blanks .50 hours at 375.00 per hour.	\$187.50
05/18/09	Review and analyze claims data from largest claimants, including 503(b)(9), secured, administrative and preference targets Douglas M. Foley 1.90 hours at 550.00 per hour.	\$1,045.00
05/18/09	Review, analyze, revise and file notice of administrative claim bar date and e-mails with KCC and debtors' professionals regarding same (.9); review and analyze publication proofs for administrative claim bar date and telephone conferences and e-mails with KCC and debtors' professionals regarding same (.8); telephone calls with parties regarding omnibus objections to claims (1.3) Daniel F. Blanks 3.00 hours at 375.00 per hour.	\$1,125.00
05/19/09	E-mails and telephone conferences with claimants regarding omnibus objections to claims and status hearings regarding same (1.9); review and analyze publication proofs and related issues and e-mails with debtors' professionals regarding same and e-mails with KCC regarding same (.8) Daniel F. Blanks 2.70 hours at 375.00 per hour.	\$1,012.50
05/20/09	Meetings with client and debtors professionals to discuss claims issues, preferences and litigation strategy relating to 503(b)(9) claims Douglas M. Foley 2.90 hours at 550.00 per hour.	\$1,595.00
05/20/09	Review responses to claim objections and e-mails with parties regarding same Daniel F. Blanks .90 hours at 375.00 per hour.	\$337.50

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05/21/09 E-mails and telephone calls with client and debtors professionals regarding treatment and objection to certain secured claims and analyze issues regarding same, including reclamation Douglas M. Foley .70 hours at 550.00 per hour. \$385.00 05/21/09 Prepare for and participate in telephone conference regarding resolution of claims and related issues and research issues regarding same (1.4); review responses to claim objection and related issues and analyze strategies regarding same (.9) Daniel F. Blanks 2.30 hours at 375.00 per hour. \$862.50 05/22/09 Analyze issues relating to next round of omnibus claim objections and timing of filing same (.7); analyze issues with client regarding non-payment of alleged administrative claims and instructions to claimants regarding filing administrative expense requests by bar date (.3); telephone calls with creditors regarding bar date regarding same (.3); analyze issues relating to reclamation claims and alleged secured status (.3) Douglas M. Foley 1.60 hours at 550.00 per hour. \$880.00 05/25/09 E-mails with parties regarding fourth omnibus order and other omnibus objections to claims and research issues regarding same Daniel F. Blanks 1.40 hours at 375.00 per hour. \$525.00 05/26/09 Review and analyze IRS motion to reconsider administrative claim bar date and e-mails with debtors professionals regarding same \$495.00 .90 hours at 550.00 per hour. Douglas M. Foley 05/26/09 Multiple telephone conferences and e-mails with parties regarding omnibus objections to claims and review and analyze issues regarding same (.8); draft order for fourth omnibus objection and telephone conferences and e-mails with parties regarding same (1.1); multiple e-mails with debtors' professionals regarding omnibus objections to claims and related issues (1.2); research docket regarding claim stipulations for debtors' professionals and analyze issues regarding same (.8)

Daniel F. Blanks 3.90 hours at 375.00 per hour. \$1,462.50

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05/26/09 Meet with debtor professional regarding administrative claims bar date

Bryan A. Stark .20 hours at 295.00 per hour. \$59.00

05/27/09 Several telephone calls, e-mails and meetings

with client regarding strategy for next round of omnibus claims objections and review spreadsheets and analysis regarding same (2.6); e-mails with opposing creditors counsel regarding amendments to claim objection orders for submission at hearing on 5/28 and review same (.5)

Douglas M. Foley 3.10 hours at 550.00 per hour. \$1,705.00

05/27/09 Prepare for and participate in multiple
meetings and conferences with debtors'
professionals and in-house clients regarding
claim objections and analyze strategies
regarding same and research issues regarding
same and review material regarding same
Daniel F. Blanks 3.50 hours at 375.00 per hour. \$1,312.50

05/27/09 Draft stipulation and consent order regarding administrative claims

Bryan A. Stark 1.90 hours at 295.00 per hour. \$560.50

05/28/09 Continue meetings with client regarding next round of omnibus claim objections to 503(b)(9) claims and strategy regarding same (1.8); numerous e-mails and telephone calls with creditors counsel and creditors regarding administrative claim expense bar date notice (.9); e-mails with 503(b)(9) creditors and client regarding status of reconciliation of various claims and timing of objections and calculations of AR against vendors (.8) Douglas M. Foley 3.50 hours at 550.00 per hour. \$1,925.00

05/28/09 Review stipulation with IRS regarding administrated claim and e-mails with debtors' professionals regarding same (.3); continue revise and edit orders and exhibits for fourth omnibus objection (.5); multiple e-mails with creditor sand parties in interest regarding omnibus objections to claims (.5); research multiple issues regarding objections to claims and analyze strategies regarding same and multiple e-mails and telephone conferences with

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debtors' professionals and in-house parties regarding same and review and analyze documents, pleadings, notices and other material regarding same (2.5) Daniel F. Blanks

3.80 hours at 375.00 per hour. \$1,425.00

05/29/09 Analyze issues and timing of filing next round of 503(b)(9) claim objections and e-mails with debtors professionals regarding same and structure and type of objections to file relating to secured claims (1.1); e-mails and telephone calls with creditors counsel regarding administrative claim expense bar date and scope of claimants needing to file claims (1.2); review and revise proposed stipulation to resolve IRS motion to reconsider (.3) Douglas M. Foley 2.60 hours at 550.00 per hour.

\$1,430.00

05/29/09 E-mails and telephone conference with debtors' professionals and in-house parties regarding claim objections and analyze strategies regarding same (.9); draft letter regarding administrative expense bar date and e-mails with debtors' professionals and in-house counsel regarding same (.8); telephone calls from parties regarding omnibus objections and review documents and other material regarding same (1.1) Daniel F. Blanks 2.80 hours at 375.00 per hour.

\$1,050.00

05/31/09 E-mails with debtors' professionals regarding omnibus objections to claims and analyze issues regarding same Daniel F. Blanks .50 hours at 375.00 per hour.

\$187.50

Timekeeper	Rate/HR	Hours	Fees
Douglas M. Foley	\$550.00	20.3	\$11,165.00
Daniel F. Blanks	\$375.00	42.6	\$15,975.00
Bryan A. Stark	\$295.00	2.7	\$796.50
·			
	TOTAL FEES	65.6	\$27,936.50

Re: Disclosure Statement and Plan

Our File No. 2055557-0270

Circuit City Contact Daniel W. Ramsey McGuireWoods Contact Douglas M. Foley

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05/29/09 E-mails with debtors professionals and client regarding strategy and timing of filing plan of liquidation and analyze issues regarding same
Douglas M. Foley .60 hours at 550.00 per hour. \$330.00

Timeke	eper	Rate/HR	Hours	Fees	_
	as M. Foley	\$550.00	0.6	\$330.00	Ö
	TOTA	L FEES	0.6	\$330.00	<u>, </u>
Our D Circ	llectual Property Mar File No. uit City Contact ireWoods Contact	2055557-0310 Daniel W. Ramse	y Y		
05/04/09	E-mails with agent opposition to Meng solution to Meng solution to Meng solution to Meng solution continuous reparding renewal or notice of publication Douglas B. Smith	Shifei application e-mail to D. Ramon f CIRCUIT CITY as on for SENS	on for sey nd send	hour.	\$118.00
05/04/09	Review docket remind regarding instruction renewal (.1) Kymberleigh B. Gokey	ons required rega	arding		\$32.00
05/04/09	E-mail from agent in abandonment of infra- e-mail to D. Smith a Kymberleigh B. Gokey	inging application regarding same (on (.1); .1)	per hour.	\$32.00
05/05/09	E-mails with D. Rams for SENS and for CII Canada Douglas B. Smith	RCUIT CITY regis	tration in		\$88.50
05/05/09	Receive and review of Japan regarding trace CIRCUIT CITY (in Class 11), VERGE and reply Douglas B. Smith	demark registrat: ass 9), CIRCUIT (d VERGE & Design	ions for CITY (in and send		\$88.50
05/06/09	Various telephone ca transfer of Canadian Janet P. Peyton	n trademarks			\$138.00

05/06/09	Prepare for conference call with D. Ramsey regarding Canadian IP matters Douglas B. Smith 1.00 hours at 295.00 per hour.	\$295.00
05/08/09	E-mail from D. Smith (.1); check status of approval of extension request for MICROZ mark (.1); e-mail to J. Petrillo regarding same Kymberleigh B. Gokey .30 hours at 160.00 per hour.	\$48.00
05/12/09	E-mail from K. Gokey with agent letters for transfer of files Janet P. Peyton .20 hours at 460.00 per hour.	\$92.00
05/12/09	Prepare letters to agents in Canada regarding files transfer to Osler (.6); e-mail to J. Peyton regarding same (.1) Kymberleigh B. Gokey .70 hours at 160.00 per hour.	\$112.00
05/13/09	E-mail from J. Peyton regarding status of correspondence regarding file transfer (.1); e-mail to J. Peyton regarding same (.1) Kymberleigh B. Gokey .20 hours at 160.00 per hour.	\$32.00
05/13/09	Review docket reminder (.1); e-mail to J. Peyton regarding status of renewal of CIRCUIT CITY, Canada Reg. No. 427,363 (.1); e-mail from J. Peyton regarding same (.1) Kymberleigh B. Gokey .30 hours at 160.00 per hour.	\$48.00
05/14/09	Letter to A. Ashton regarding transfer of all InterTAN Canada, Ltd. trademark portfolio files to Osler firm (.1); letter to T. Kelly regarding transfer of all Circuit City Stores West Coast files to Osler firm (.1) Janet P. Peyton .20 hours at 460.00 per hour.	\$92.00
05/14/09	E-mails with D. Ramsey and J. Peyton regarding competitor use of FIREDOG mark as Google AdWord (.3); draft letter for D. Ramsey to send to competitor regarding FIREDOG usage (1.5) Robert M. Tyler 1.80 hours at 500.00 per hour.	\$900.00
05/20/09	Review docket reminder (.1); telephone calls with D. Smith and J. Peyton regarding renewal deadline and responsibility for renewal (.5) Kymberleigh B. Gokey .60 hours at 160.00 per hour.	\$96.00
05/21/09	Various e-mails from D. Smith and agent's response regarding renewal of CIRCUIT CITY Canadian registration Kymberleigh B. Gokey .20 hours at 160.00 per hour.	\$32.00

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05/29/09 Review and file petition to revive/office action for the mark V (stylized)

Douglas B. Smith .20 hours at 295.00 per hour.

\$59.00

05/29/09 Various e-mails from D. Smith (.2); discussion with D. Smith regarding response to be filed (.1); prepare response to office action (.4)

Kymberleigh B. Gokey .70 hours at 160.00 per hour. \$112.00

Timekeeper	Rate/HR	Hours	Fees
Robert M. Tyler	\$500.00	1.8	\$900.00
Janet P. Peyton	\$460.00	0.7	\$322.00
Douglas B. Smith	\$295.00	2.2	\$649.00
Kymberleigh B. Gokey	\$160.00	3.4	\$544.00
TOTA	L FEES	8.1	\$2,415.00

Re: Asset Sales

Our File No. 2055557-0321
Circuit City Contact Daniel W. Ramsey
McGuireWoods Contact Douglas M. Foley

05/01/09 Telephone conference with counsel for Bell Canada regarding crossover issues with Systemacs IP sale and analyze issues regarding same (.6); telephone conference and e-mails with state AGs and debtors professionals and CPO regarding state privacy law issues (1.7); e-mails and telephone conferences with prospective bidders and Rothschild regarding follow-up issue and due diligence (.7) Douglas M. Foley 3.00 hours at 550.00 per hour. \$1,650.00

05/01/09 E-mails and telephone conferences with parties regarding IP sale and related issues and review and analyze issues, documents and pleadings regarding same Daniel F. Blanks .70 hours at 375.00 per hour.

\$262.50

05/04/09 Numerous e-mails regarding gathering data for CPO relating to intellectual property asset sale motion and protection of PII information (.7); telephone conferences with counsel for Bell Canada regarding Canadian deal and review documents regarding same and potential revisions to order (1.4) Douglas M. Foley 2.10 hours at 550.00 per hour. \$1,155.00

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05/05/09 Review schedules to asset purchase agreement with Canadian Bell and with Systemax regarding comparison of various intellectual property and trademark issues .40 hours at 550.00 per hour. Douglas M. Foley \$220.00

05/05/09 Analyze issues relating to Systemax and Canadian intellectual property sales and review exhibits and orders regarding same (1.5); e-mails with co-counsel, client and Bell Canada's counsel regarding same (.7); analyze issues relating to sale of PII information (.7); e-mails with debtors' professionals regarding revisions to form of proposed order for Systemax sale (.3) Douglas M. Foley 3.20 hours at 550.00 per hour.

\$1,760.00

05/05/09 E-mails with debtors' professionals regarding sale orders for Canada and related issues and review material regarding same and possible seal motion Daniel F. Blanks 1.40 hours at 375.00 per hour.

\$525.00

05/06/09 E-mails with debtors professionals and client and prepare for and participate in telephone conference with NAAG regarding sale of PII and protections relating thereto and CPO report (1.9); telephone conferences and e-mails with chambers regarding timing of filing of CPO report and telephonic participation at hearing on 5/13 (.4); e-mails with Canadian Bell counsel regarding revisions to Systemax order and structure of license issues with InterTAN (.3); begin review of competing bids for 5/11 auction (.3) Douglas M. Foley 2.90 hours at 550.00 per hour.

\$1,595.00

05/07/09 Numerous e-mails and telephone conferences with debtors professionals, Bell Canada's professionals, and Canadian professionals regarding structure of trademark licenses for Systemax and InterTAN transactions and revisions to form of order regarding same (1.9); prepare for and participate in telephone conference with financial advisors, committee professionals and debtors professionals regarding various bids on IP assets and structure of auction for 5/11 (1.3) Douglas M. Foley 3.20 hours at 550.00 per hour. \$1,760.00

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05/07/09	Multiple e-mails and telephone conferences with parties regarding IP sale and review, analyze, revise, and circulate revised orders regarding same and e-mails with debtors' professionals regarding same Daniel F. Blanks 1.30 hours at 375.00 per hour.	\$487.50
05/08/09	E-mails with Bell Canada's counsel and debtors Canadian counsel regarding form of order on Systemax sale to deal with Canadian license and review proposed changes to APA disclosure and exhibits regarding same Douglas M. Foley .90 hours at 550.00 per hour.	\$495.00
05/11/09	Prepare for and participated in real estate and e-commerce auctions and numerous meetings and conferences with bidders, CPO, client and debtors professionals regarding issues and strategies (11.8); telephone conferences and e-mails with counsel for Bell Canada regarding effect of Systemax transaction on Canadian transaction and review and revise documents and side letters regarding same (1.9) Douglas M. Foley 14.70 hours at 550.00 per hour.	\$8,085.00
05/11/09	Review, analyze and file CPO report and e-mails with debtors' professionals regarding same (.5); telephone conferences with parties and debtors' professionals regarding IP sale and related issues (.9); review, analyze and revise proposed sale order and multiple e-mails and telephone conferences with parties regarding same (1.5) Daniel F. Blanks 2.90 hours at 375.00 per hour.	\$1,087.50
05/12/09	Numerous follow-up telephone call and e-mails regarding documents relating to Canadian transaction and review and revise same (2.3); e-mails regarding finalization of Systamax order (.8); e-mails regarding orders on 232/San Mateo and Ardmore sales (.7) Douglas M. Foley 3.80 hours at 550.00 per hour.	\$2,090.00
05/12/09	E-mails with counsel for Systemax regarding sale order and multiple e-mails with debtors' professionals regarding same and review material regarding same Daniel F. Blanks 1.30 hours at 375.00 per hour.	\$487.50

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05/13/09 Numerous e-mails regarding final documentation of Canadian "fix" to IP asset sale to Systemax, review revised agreements and analyze issues regarding same Douglas M. Foley 1.70 hours at 550.00 per hour.	\$935.00
05/13/09 Review, analyze and file privacy ombudsman's report and e-mails with debtors' professionals regarding same and multiple telephone conferences and e-mails with parties and debtors' professionals regarding same (1.4); revise IP order and prepare exhibits and other material regarding same (.5) Daniel F. Blanks 1.90 hours at 375.00 per hour.	\$712.50
05/14/09 Several telephone calls and e-mails with counsel for Bell Canada, Systemax and debtors professionals regarding amendments and side letters to APA and closing of Systemax transaction (1.9); e-mails regarding form of order and assumption and assignment of leases relating to 232/San Mateo (.6) Douglas M. Foley 2.50 hours at 550.00 per hour.	\$1,375.00
05/14/09 Multiple e-mails with debtors' professionals and systemax regarding APA and other related issues and revise order regarding same and multiple e-mails with chambers and debtors' professionals regarding sale order and other related issues Daniel F. Blanks 2.90 hours at 375.00 per hour.	\$1,087.50
05/15/09 E-mails with Systemax counsel and Bell Canada counsel and co-counsel regarding entry of order and timing of closing Douglas M. Foley .40 hours at 550.00 per hour.	\$220.00
05/15/09 Multiple telephone conferences and e-mails with counsel for Systemax, chambers and debtors' professionals IP sale order and related issues and review exhibits and other documentation regarding same and certified copy of same from clerk's office for closing and other related issues Daniel F. Blanks 2.30 hours at 375.00 per hour.	\$862.50
05/18/09 E-mails regarding Systemax and Canada issues relating to certain IP assets and licenses and timing of closing Douglas M. Foley .40 hours at 550.00 per hour.	\$220.00

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05/18/09	E-mails and teleph	one conferences	with in-ho	use	
00, 20, 00	and party regardin	g possible purch	nase of ass	ets	
	Daniel F. Blanks	.60 hours at	375.00 per	hour.	\$225.00
05/19/09	E-mails with debto	rs' professional	ls regardin	·α	
03/13/03	possible sales of	assets and relat	ed issues	and	
	review material re	garding same			****
	Daniel F. Blanks	.60 hours at	375.00 per	hour.	\$225.00
05/20/09	E-mails with debto	rs' professional	ls and coun	sel	
, , , , , ,	in Canada regardin	g IP sales and 1	celated iss		
	and review order,		other		
	documentation rega Daniel F. Blanks		375 00 per	hour.	\$562.50
	Duillet 1. Diames	2.50 110425 40	5,5.00 pc1		400
05/28/09	E-mails with parti				
	paper assets and e regarding same	-mails with in-	nouse parti	es	
	Daniel F. Blanks	.60 hours at	375.00 per	hour.	\$225.00
		/		_	
Timeke	eper as M. Foley	Rate/HR \$550.00	Hours 39.2	<u>Fees</u> \$21,560	00
	as M. Foley l F. Blanks	\$375.00		\$6,750	
Danie	II. Diames	φ373.00			
	TOT	AL FEES	57.2	\$28,310	.00
Disburse	ments and Other Exp	enses:			
•	Copy Charges			\$319	
	Pacer Research				.16
	Long Distance Tele	phone Charges		\$65	
04/21/09	Now Legal Service	Inc (Invoice	∍ #A56082)	\$155	
04/28/09	GENESYS CONFERENCI		call hoste	d \$15	. 96
04/29/09	by Douglas M. Fole GENESYS CONFERENCI		call hoste	d \$12	. 94
04/29/09	by Douglas M. Fole		carr nobce	Q 712	• • •
05/04/09	DOUGLAS M. FOLEY -		rom Richmo	nd \$551	.37
	for hearing prepar	ation; hotel, me	eals, milea	ge,	
	nowleina				
05/04/00	parking	Propage for and	attend	\$3.0 5	37
05/04/09	DANIEL F. BLANKS -			\$305 ls,	.37
05/04/09					.37
,	DANIEL F. BLANKS - hearing - 04/27/09 Mileage FedEx Priority Ove	thru 04/28/09; rnight/Int'l Pri	Hotel, Mea Lority to	ls,	.43
05/05/09	DANIEL F. BLANKS - hearing - 04/27/09 Mileage FedEx Priority Ove Towson, MD - Track	thru 04/28/09; rnight/Int'l Pri ing #: 98173753	Hotel, Mea iority to 39752	ls, \$7	.43
05/05/09	DANIEL F. BLANKS - hearing - 04/27/09 Mileage FedEx Priority Ove Towson, MD - Track CUSTOM HOUSE GLOBA	thru 04/28/09; rnight/Int'l Pri ing #: 98173753 L FOREIGN EXCHAN	Hotel, Mea Lority to 39752 NGE - Forei	ls, \$7	.43
05/05/09	DANIEL F. BLANKS - hearing - 04/27/09 Mileage FedEx Priority Ove Towson, MD - Track CUSTOM HOUSE GLOBA currency of 801.92	thru 04/28/09; rnight/Int'l Pri ing #: 98173753 L FOREIGN EXCHAN CAD payable to	Hotel, Mea Lority to 39752 NGE - Forei Smart &	ls, \$7	.43
05/05/09	DANIEL F. BLANKS - hearing - 04/27/09 Mileage FedEx Priority Ove Towson, MD - Track CUSTOM HOUSE GLOBA currency of 801.92 Biggar, Debit Note foreign agent fees	thru 04/28/09; rnight/Int'l Pri ing #: 98173753 L FOREIGN EXCHAN CAD payable to S1497008 dtd 12 in connection v	Hotel, Mea lority to 39752 NGE - Forei Smart & 2/29/2008; vith the	ls, \$7	.43
05/05/09	DANIEL F. BLANKS - hearing - 04/27/09 Mileage FedEx Priority Ove Towson, MD - Track CUSTOM HOUSE GLOBA currency of 801.92 Biggar, Debit Note foreign agent fees	thru 04/28/09; rnight/Int'l Pri ing #: 98173753 L FOREIGN EXCHAN CAD payable to S1497008 dtd 12 in connection v	Hotel, Mea lority to 39752 NGE - Forei Smart & 2/29/2008; vith the	ls, \$7	.43
05/05/09	DANIEL F. BLANKS - hearing - 04/27/09 Mileage FedEx Priority Ove Towson, MD - Track CUSTOM HOUSE GLOBA currency of 801.92 Biggar, Debit Note	thru 04/28/09; rnight/Int'l Pri ing #: 98173753 L FOREIGN EXCHAN CAD payable to S1497008 dtd 12 in connection v	Hotel, Mea lority to 39752 NGE - Forei Smart & 2/29/2008; vith the	ls, \$7	.43

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05/06/09	FedEx Priority Overnight/Int'l Priority to Glen Allen, VA - Tracking #: 981737540219	\$7.43
05/06/09	CUSTOM HOUSE GLOBAL FOREIGN EXCHANGE - Foreign	\$408.67
03/00/02	currency of 467.96 CAD payable to Smart &	
	Biggar, Debit Note S1493988 dtd 12/11/2008;	
	foreign agent fees in connection with the	
	filing and preparation of various documents	
05/06/00	relating to various marks	č1E2 00
05/06/09	J&J COURT TRANSCRIBERS, INC Court transcript Now Legal Service Inc (Invoice #A56126)	\$153.00 \$93.56
	GENESYS CONFERENCING - Conference call hosted	\$17.49
03/00/03	by Douglas M. Foley on 05/08/2009	4
05/08/09	FedEx Priority Overnight/Int'l Priority to	\$18.00
	Dallas, TX - Tracking #: 981737541145	
05/08/09	Now Legal Service Inc (Invoice #A56126)	\$93.56
05/13/09	GENESYS CONFERENCING - Conference call hosted	\$56.55
05/14/00	by Douglas M. Foley on 05/13/2009	\$30.84
05/14/09	FedEx Priority Overnight/Int'l Priority to Toronto, ON CA - Tracking #: 981737543696	\$30.04
05/14/09	FedEx Priority Overnight/Int'l Priority to	\$30.84
03/14/03	Ottawa, ON CA - Tracking #: 981737543685	433.31
05/18/09	FedEx Priority Overnight/Int'l Priority to	\$9.17
	Wilmington, DE - Tracking #: 986584519020	
.05/18/09	FedEx Priority Overnight/Int'l Priority to Los	\$13.99
/ /	Angeles, CA - Tracking #: 986584519042	45 40
05/18/09	FedEx Priority Overnight/Int'l Priority to Glen	\$7.43
05/10/00	Allen, VA - Tracking #: 986584519010 FedEx Priority Overnight/Int'l Priority to	\$7.43
05/16/09	Richmond, VA - Tracking #: 986584519031	Ψ,
05/18/09	FedEx Priority Overnight/Int'l Priority to Glen	\$7.43
	Allen, VA - Tracking #: 986584519009	·
05/19/09	DANIEL F. BLANKS - Travel to and from Circuit	\$724.65
	City hearing preparation and hearing; hotel,	
((meals, mileage,	d100 00
05/19/09	DOUGLAS M. FOLEY - Attend hearing preparation;	\$198.00
05/20/09	meal J&J COURT TRANSCRIBERS, INC Professional	\$110.50
05/20/03	Services - Federal Court 14-Day on 4/28/09	7110.00
05/21/09	FedEx Priority Overnight/Int'l Priority to Glen	\$7.43
• •	Allen, VA - Tracking #: 981737546125	
05/21/09	DOUGLAS M. FOLEY - Travel to New York, NY and	\$962.32
	Richmond, VA to attend IP auction in NYC and	
	hearings in RIC - 5/12/09-5/13/09; airfare,	
05/22/00	hotel, meals, mileage, parking, and taxicabs DOUGLAS M. FOLEY - Travel to and from NY to	\$615.11
05/22/09	attend UCC meeting; airfare, hotel, meals,	ΨΟΤ
	parking, cab	
05/22/09	KAREN B. CAIN - Certification and copy fees	\$23.50
05/26/09	FedEx Priority Overnight/Int'l Priority to	\$12.61
	Dallas, TX - Tracking #: 981737547007	

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05/27/09 TNT LIMOUSINE & EXECUTIVE SEDAN - Van Service to and from Circuity City hearing for Debtor's

\$360.00

Professionals

05/28/09 RESTAURANTEUR, INC. - Lunch 5/13/09

\$164.84

TOTAL EXPENSES

\$6,295.33

Summary of Fees and Expenses:

Total Fees for all Matters:

\$228,283.50

Total Expenses for all Matters:

\$6,295.33

Total for this Invoice:

\$234,578.83